

2/23/76

RECORDATION NO. 7306-A

FILED & RECORDED

MAR 10 1976 - 2 05 PM

INTERSTATE COMMERCE COMMISSION

FIRST AMENDMENT TO LEASE GROUP NO. 4

FIRST AMENDMENT TO LEASE GROUP NO. 4 dated as of February 23, 1976, by and between UNITED STATES RAILWAY EQUIPMENT CO., an Illinois corporation ("United") and WILLIAM M. GIBBONS, Trustee ("Trustee") of the Property of CHICAGO, ROCK ISLAND AND PACIFIC RAILROAD COMPANY, a Delaware corporation, Debtor ("Debtor").

W I T N E S S E T H, that:

WHEREAS, United, as lessor, and Debtor, as lessee, have heretofore entered into that certain Lease Group No. 4 dated January 15, 1974 (ICC Rec. No. 7306) ("Lease") covering four hundred fifty (450) 50-ton 40'6" steel sheathed boxcars with 6' sliding doors ("Cars"); and

WHEREAS, the Lease was adopted and affirmed by the Trustee pursuant to Order No. 9 dated April 25, 1975, of the United States District Court for the Northern District of Illinois, Eastern Division in In the Matter of Chicago, Rock Island and Pacific Railroad Company, Debtor, No. 75 B 2697; and

WHEREAS, Trustee wishes to substitute certain railroad cars of the same type, age and condition as the Cars leased under the Lease, for certain of such Cars and United is agreeable thereto, all upon the terms and conditions hereinafter set forth.

NOW, THEREFORE, IT IS AGREED:

1. Appendix A of the Lease is amended by deleting from the Old RI Car Numbers the car number set forth in Column A below and substituting for each such car number so deleted, the car number set forth opposite such deleted car number in Column B below:

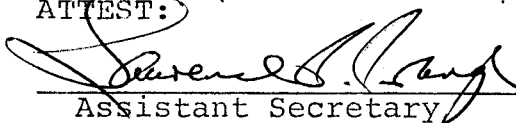
<u>Column A</u>	<u>Column B</u>
23044	23016
23064	23481
23209	23842
23219	23856
23271	23888
23298	23911
23355	23922
23357	23965
23377	23967
23420	23970
23424	23993

2. The remaining terms and provisions of the Lease remain in full force and effect, and the Lease, as hereby amended, is hereby ratified, confirmed and approved.

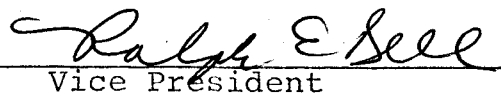
IN WITNESS WHEREOF, United and Trustee have duly executed this First Amendment to Lease Group No. 4, as of the day, month and year first above written.

UNITED STATES RAILWAY EQUIPMENT CO.

ATTEST:

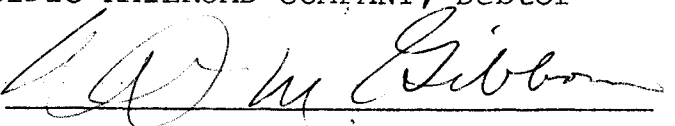

Assistant Secretary

BY:


Vice President

WILLIAM M. GIBBONS, Trustee of the
Property of CHICAGO, ROCK ISLAND AND
PACIFIC RAILROAD COMPANY, Debtor

BY:



STATE OF ILLINOIS)
) SS.
COUNTY OF C O O K)

On this 3rd day of March, 1976,
before me personally appeared Ralph E. Bell
and Laurence P. Prange, to me personally known,
who being by me duly sworn, say that they are Vice President
and Assistant Secretary, respectively, of UNITED STATES
RAILWAY EQUIPMENT CO., that the seal affixed to the fore-
going instrument is the corporate seal of said corporation,
that said instrument was signed and sealed on behalf of
said corporation by authority of its Board of Directors,
and they acknowledged that the execution of the foregoing
instrument was the free act and deed of said corporation.

Eufriede M. Rieger
Notary Public

My Commission Expires:

6-28-78

STATE OF ILLINOIS)
) SS.
COUNTY OF C O O K)

On this 24th day of February, 1976,
before me personally appeared WILLIAM M. GIBBONS, to me
personally known, who being by me duly sworn, says that
he is the Trustee of CHICAGO, ROCK ISLAND AND PACIFIC
RAILROAD COMPANY, Debtor; that said instrument was signed
and sealed by said Trustee and he acknowledged that the
execution of the foregoing instrument was the free act
and deed of said Trustee.

John H. Perrio
Notary Public

My Commission Expires:

Oct. 26, 1977